

CORPORATE AND COMMERCIAL LAWYERS

Level 13, 50 Carrington Street, Sydney NSW 2000
Phone (02) 9262 6666 • Facsimile (02) 9262 2626
Email mail@wmlaw.com.au • Web www.wmlaw.com.au



Our Ref: RAM 213 3256 TEH

9 October 2013

BY FACSIMILE

ASX Limited
Markets Announcements Office

Fax No. 1300 135 638

No. of Pages: 4

Dear Sir/Madam

Form 604 Notice of change of interests of substantial holder

Please see attached.

Yours sincerely

Tamsyn Harris
Solicitor
tharris@wmlaw.com.au

Form 604

Corporations Act 2001

Section 671B

Notice of change of interests of substantial holder

In Company Name/Scheme Altium Limited

ACN/ARSN 009 586 772

1. Details of substantial holder (1)

Name N.&M. Martin Holdings Pty Ltd (ACN 053 572 288). Nicholas Martin, Manizheh Martin, Protel Systems Pty Limited (ACN 009 552 989)

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on

02/10/2013

The previous notice was given to the company on

05/04/2013

The previous notice was dated

05/04/2013

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Fully paid ordinary shares	21,789,650	19.80%	17,397,603	15.44%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and no. of securities affected	Person's votes affected
11/07/2013	N. & M. Martin Holdings Pty Ltd <Martin Family A/C>	On-market Sale	\$294,574.81	154,111	154,111
11/07/2013	N. & M. Martin Holdings Pty Ltd <Martin Family A/C>	On-market Sale	\$198,286.50	107,418	107,418
11/07/2013	N. & M. Martin Holdings Pty Ltd <Martin Family A/C>	On-market Sale	\$5,111.90	2,786	2,786
12/07/2013	N. & M. Martin Holdings Pty Ltd <Martin Family A/C>	On-market Sale	\$981,292.91	532,125	532,125
15/07/2013	N. & M. Martin Holdings Pty Ltd <Martin Family A/C>	On-market Sale	\$61,874.36	33,783	33,783

16/07/2013	N. & M. Martin Holdings Pty Ltd <Martin Family A/C>	On-market Sale	\$310,671.53	169,777	169,777
26/08/2013	N. & M. Martin Holdings Pty Ltd <Martin Family A/C>	On-market Sale	\$109,653.78	39,589	39,589
28/08/2013	N. & M. Martin Holdings Pty Ltd <Martin Family A/C>	On-market Sale	\$66,064.97	24,461	24,461
29/08/2013	N. & M. Martin Holdings Pty Ltd <Martin Family A/C>	On-market Sale	\$347,532.95	129,074	129,074
30/08/2013	N. & M. Martin Holdings Pty Ltd <Martin Family A/C>	On-market Sale	\$206,207.22	76,423	76,423
04/09/2013	N. & M. Martin Holdings Pty Ltd <Martin Family A/C>	On-market Sale	\$10,933.93	4,072	4,072
05/09/2013	N. & M. Martin Holdings Pty Ltd <Martin Family A/C>	On-market Sale	\$30,887.28	11,503	11,503
06/09/2013	N. & M. Martin Holdings Pty Ltd <Martin Family A/C>	On-market Sale	\$18,594.66	6,925	6,925
02/10/2013	N. & M. Martin Holdings Pty Ltd <Martin Family A/C>	On-market Sale	\$7,707,375.00	3,100,000	3,100,000

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Additional holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and no. of securities	Person's votes
Nicholas Martin, Manizheh Martin	Protel Systems Pty Limited	Protel Systems Pty Limited	By virtue of 608(3) of the Corporations Act	12,340,000* FPO	12,340,000*
Nicholas Martin, Manizheh Martin	N. & M. Martin Holdings Pty Ltd <Martin Family A/C>	N. & M. Martin Holdings Pty Ltd <Martin Family A/C>	By virtue of 608(3) of the Corporations Act	3,550,643 FPO	3,550,643
Nicholas Martin, Manizheh Martin	N. & M. Martin Holdings Pty Ltd <Protel Super Fund A/C>	N. & M. Martin Holdings Pty Ltd <Protel Super Fund A/C>	By virtue of 608(3) of the Corporations Act	759,460 FPO	759,460
Nicholas Martin, Manizheh Martin	N. & M. Martin Holdings Pty Ltd <Protel Super Fund A/C>	N. & M. Martin Holdings Pty Ltd <Protel Super Fund A/C>	By virtue of 608(3) of the Corporations Act	145,000 FPO	145,000
Nicholas Martin, Manizheh Martin	N. & M. Martin Holdings Pty Ltd <Super Fund A/C>	N. & M. Martin Holdings Pty Ltd <Super Fund A/C>	By virtue of 608(3) of the Corporations Act	602,500 FPO	602,500

* Shows relevant interest in all of the Protel Systems Pty Limited shareholding.

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Not applicable	

6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
N.M. Martin Holdings Pty Ltd, Nicholas Martin, Marizhen Martin, Protel Systems Pty Ltd	C/- Watson Mangioni, Level 13, 50 Carrington Street, Sydney NSW 2000

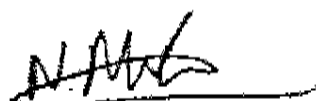
Signature

print name Nicholas Michael Martin

capacity Director

sign here

date



2013/10/6

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of 'associate' in section 8 of the Corporations Act 2001.
- (3) See the definition of 'relevant interest' in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of 'relevant agreement' in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write 'unknown'.
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.